

Application GRANTED. Applying the three-part test for determining whether documents may be placed under seal, in whole or in part, see *Lugosch v. Pyramid Co. of Onondaga*, 435 F.3d 110, 119-20 (2d Cir. 2006); *Olson v. Major League Baseball*, 29 F.4th 59, 2022 WL 828748, at *20-25 (2d Cir. 2022), the Court concludes that the documents identified in pages 2-4 of this letter should be maintained under seal or in redacted form as indicated below for substantially the reasons set forth in the corresponding letter-motions. The Clerk of Court is directed to terminate ECF Nos. 837, 839, 841-44, 848, 853, 857, and 859. SO ORDERED.

VIA ECF

April 18, 2022

Honorable Jesse M. Furman
United States District Court Judge
Southern District of New York
40 Foley Square, Room 1105
New York, NY 10007



April 25, 2022

Re: ***City of Providence, Rhode Island et al. v. Bats Global Markets, Inc. et al.***, No. 14-cv-2811
(JMF) (S.D.N.Y.)

Dear Judge Furman:

We write on behalf of non-party, broker-dealer subpoena recipients Deutsche Bank Securities Inc. (“DBSI”), Jefferies & Company LLC and Jefferies LLC (collectively “Jefferies”), Barclays Capital Inc. (“Barclays”), Citigroup Global Markets Inc. (“CGMI”), BofA Securities, Inc. (“BofA”), Credit Suisse Securities (USA) LLC (“CSSU”), Goldman Sachs & Co. LLC (“Goldman Sachs”), UBS Securities LLC (“UBS”), and Fidelity National Information Services, Inc. (“FIS”) (collectively, the “Third Parties”) pursuant to Rule 7 of Your Honors’ Individual Rules and Practices and in response to this Court’s April 12, 2022 Order (the “April 12 Order”). (ECF No. 856.) As this Court is aware, the Third Parties previously filed motions to maintain under seal certain confidential information filed by the parties in the above-captioned matter. This Court temporarily granted those motions to seal, reserving the right to assess whether to keep the materials at issue under seal or redacted at a later time. (ECF No. 690.)

Pursuant to the Court’s April 12 Order, the Third Parties hereby submit this joint letter summarizing their respective positions with regard to the documents at issue as a supplement to the individual letter motions they have already filed. (See ECF Nos. 841 and 695 filed on behalf of DBSI; ECF No. 843 filed on behalf of Jefferies; ECF No. 842 filed on behalf of Barclays; ECF No. 844 filed on behalf of CGMI; ECF No. 848 filed on behalf of BofA; ECF No. 839 filed on behalf of CSSU; ECF No. 853 filed on behalf of Goldman Sachs; ECF No. 837 filed on behalf of UBS; and ECF No. 859 filed on behalf of FIS.)

The Third Parties respectfully request that the filings identified in the below chart remain sealed or redacted. The Third Parties have filed with their individual motions copies of the documents with proposed redactions. And for those who have not yet done so, they will file under seal on ECF unredacted copies with the proposed redactions highlighted.

Documents to Remain Sealed or Redacted

<u>ECF No. of Document</u>	<u>Bates No.</u>	<u>Sealing/Redaction Position</u>	<u>ECF No. of Corresponding Letter Motion</u>
ECF No. 656-4	Nasdaq-GOLDMAN_SACHS-00000063	This document was filed as Exhibit 8 to the Declaration of Elisha Barron in Opposition to Plaintiffs' Motion for Class Certification (the "Barron Declaration," ECF No. 656). Goldman Sachs requests that the Court maintain ECF No. 656-4 under seal and allow the public redacted version filed at ECF No. 751-4.	ECF No. 853 (letter motion) ECF No. 853-1 (redacted version of document) ECF No. 854 (highlighted version of document)
ECF No. 656-3	Nasdaq-CREDIT_SUISSE-0000505	This document was filed as Exhibit 7 to the Barron Declaration and contains confidential and proprietary information pertaining to CSSU. CSSU requests that the Court maintain ECF No. 656-3 under seal.	ECF No. 687 (letter motion) ECF No. 839 (renewed letter motion)
ECF No. 656-20	Nasdaq-ARONSON-00006872	This document was filed as Exhibit 27 to the Barron Declaration and contains commercially sensitive information for DBSI. DBSI requests that the Court maintain ECF No. 656-20 under seal and allow the redacted version that DBSI filed at ECF No. 862.	ECF No. 695 (letter motion) ECF No. 841 (renewed letter motion) ECF No. 845 (highlighted version of document) ECF No. 862 (redacted version of document)
ECF No. 656-13	Nasdaq-CITIGROUP-00000032	This document was filed as Exhibit 17 to the Barron Declaration contains confidential and proprietary	ECF No. 701 (letter motion)

<u>ECF No. of Document</u>	<u>Bates No.</u>	<u>Sealing/Redaction Position</u>	<u>ECF No. of Corresponding Letter Motion</u>
		information pertaining to CGMI. CGMI requests that the Court maintain ECF No. 656-13 under seal and allow the redacted version that CGMI will separately file publicly.	ECF No. 844 (renewed letter motion) ECF No. 846 (highlighted version of document) ECF No. 863 (redacted version of document)
ECF No. 656-2	Nasdaq-BOA_SECURITIES-00000136	This document was filed as Exhibit 5 to the Barron Declaration and contains personal and/or proprietary information pertaining to BofA. BofA requests that the Court maintain ECF No. 656-2 under seal and allow the redacted version that BofA will separately file publicly.	ECF No. 699 (letter motion) ECF No. 848 (renewed letter motion) ECF No. 849 (highlighted version of document) ECF No. 864 (redacted version of document)
ECF No. 656-29	Nasdaq-JEFFERIES-00000278	This document was filed as Exhibit 36 to the Barron Declaration and contains confidential and proprietary information pertaining to Jefferies. Jefferies requests that the Court maintain ECF No. 656-29 under seal.	ECF No. 694 (letter) ECF No. 843 (renewed letter motion) ¹

¹ Jefferies' letter-motion also sought redaction of two discrete portions of the Expert Report of Professor Terrence Hendershott. (See ECF No. 843, at 2.) As the Court has already granted Defendants' request to seal this material (see ECF No. 855 at 3, 5), and mindful of the Court's direction to avoid duplication of Defendants' sealing requests (see ECF No. 856), Jefferies does not address those aspects of its letter-motion in this joint letter.

<u>ECF No. of Document</u>	<u>Bates No.</u>	<u>Sealing/Redaction Position</u>	<u>ECF No. of Corresponding Letter Motion</u>
ECF No. 656-9	N/A	This document was filed as Exhibit 13 to the Barron Declaration. Exhibit 13 is a declaration by a UBS employee that contains UBS's proprietary and confidential information. UBS requests that the Court maintain ECF No. 656-9 under seal and allow the public redacted version filed at ECF No. 837-1.	ECF No. 837 (letter motion) ECF No. 837-1 (redacted version of document) ECF No. 838 (highlighted version of document)
ECF Nos. 644-14, 656-10	N/A	The document in question is a Data Declaration of Barclays filed as Exhibit 14 to the Barron Declaration. Barclays respectfully requests that the document remain under seal because it contains confidential proprietary information regarding Barclays' trade execution and related data systems that are at the core of its business. The information is not otherwise available publically and is not relevant to the disposition of this action as it was filed in connection with a motion that has been denied as moot.	ECF No. 842
ECF No. 656-15	Nasdaq-FIS_SUNGARD-00000032	This document was filed as Exhibit 19 to the Barron Declaration. Exhibit 19 is a declaration by an FIS employee that contains FIS's proprietary and confidential information. FIS requests that the Court maintain ECF No. 656-15 under seal and allow the public redacted version filed at ECF No. 859-1.	ECF No. 859 (letter motions) ECF No. 859-1 (redacted version of document) ECF No. 860 (highlighted version of document)

For all the reasons already stated in their individual letter motions, the Third Parties respectfully submit that their requests to permanently seal and partially redact the documents identified above should be granted.

Respectfully submitted,

/s/ Stephen Ehrenberg
Stephen Ehrenberg

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/s/ Britney Foerter
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Counsel for Fidelity National Information Services, Inc.

cc: All counsel of record (via ECF)